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A PROFESSIONAL CORPORATION
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ROBERT J. LENAHAAN
MARK W. DRASININ
BRADFORD J. SANDLER
MARK PFEIFFER
D. ANDREW BERTORELLI JR.
JENNIFER R. HOOVER

SUITE 1900
TWO PENN CENTER PLAZA
PHILADELPHIA, PA 19102-1799
(215) 568-7515

FACSIMILE (215) 557-7922
E-MAIL: lawyers@adelmanlaw.com

June 28, 2002

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VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Eggrock Partners, Inc.
Document No. F99000005058

Dear Sir or Madam:

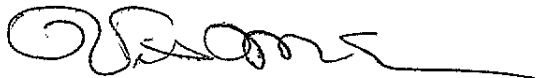
Enclosed please find an original and one copy of the Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida as well as the \$35.00 filing fee.

Kindly return a time-stamped copy of this filing in the self-addressed, stamped envelope.

Please do not hesitate to contact the undersigned if any additional information is required.

Thank you for your anticipated cooperation in this matter.

Very truly yours,



VICTORIA M. ENDRISS

VME/ew

Enclosures

cc: Mr. Rich Collins

g:\392\81\Letters\FL Sec of State - Eggrock Partners

*Ps /s/oz
withdrawal*

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Eggrock Partners, Inc.
(Name of corporation)

DOCUMENT NUMBER: F99000005058

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

E. Talbot Briddell
(Name of Person)

Breakaway Solutions, Inc.
(Firm/Company)

P. O. Box 494
(Address)

Concordville, PA 19331
(City/State and Zip code)

For further information concerning this matter, please call:

Victoria M. Endriss, Esquire at (215) 568-7515
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Eggrock Partners, Inc.

(Name of Corporation)

State of Delaware

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

P. O. Box 494

(Mailing Address)

Concordville, PA 19331

(City/ State /Zip)

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DEPT. OF STATE
TALLAHASSEE, FLORIDA

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

President and CEO of Sole Shareholder
Title of Breakaway Solutions, Inc.

E. Talbot Briddell

Typed or printed name

4/26/02

Date